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Counsel to the Debtors and
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

----- x
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al., :
:
Debtors. : Jointly Administered
----- x

**ORDER ON DEBTORS' FIFTY-EIGHTH OMNIBUS OBJECTION
TO CLAIMS (RECLASSIFICATION OF CERTAIN MISCLASSIFIED
CLAIMS TO GENERAL UNSECURED, NON-PRIORITY CLAIMS)**

THIS MATTER having come before the Court on the
Debtors' Fifty-Eighth Omnibus Objection to Claims
(Reclassification of Certain Misclassified Claims to General
Unsecured, Non-Priority Claims) (the "Objection"), which
requested, among other things, that the claims specifically

identified on Exhibit C attached to the Objection be reclassified into general unsecured, non-priority claims for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it further appearing that certain Claimants filed a response to the Objection; and it appearing that the relief requested on the Objection is in the best interest of the Debtors, their estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Objection is GRANTED.
2. The Claims identified on Exhibit A as attached hereto and incorporated herein are reclassified in their entirety to general unsecured, non-priority claims.
3. The status hearing on the Objection to the claims identified on Exhibit B as attached hereto and incorporated herein is hereby adjourned to January 14, 2010, at 2:00 p.m. (Eastern) or until such later time as agreed by the parties.

4. The Debtors' rights to object to any claim, including (without limitation) the Claims, on any grounds that applicable law permits are not waived and are expressly reserved.

5. The Debtors shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.

6. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

Dated: Richmond, Virginia
_____, 2009

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

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/s/ Douglas M. Foley
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Douglas M. Foley (VSB No. 34364)
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(804) 775-1000

Counsel to the Debtors and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley
Douglas M. Foley

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EXHIBIT A

CLAIM TO BE MODIFIED	CLAIM AS DOCKETED*						CLAIM AS MODIFIED					
Claim: 7596 Date Filed: 01/29/2009 Docketed Total: \$28,120.94 Filing Creditor Name and Address: ARROWPOINT FACILITY SERVICES INC PO BOX 2613 WEATHERFORD, TX 76086	Claim Holder Name and Address ARROWPOINT FACILITY SERVICES INC PO BOX 2613 WEATHERFORD, TX 76086						Case Number: 08-35653 Docketed Total: \$28,120.94					
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
					\$920.22	\$27,200.72						\$28,120.94
Claim: 7895 Date Filed: 01/29/2009 Docketed Total: \$733.32 Filing Creditor Name and Address: COLE, JOHN MATTHEW 120 GOODY DR RIPLEY, MS 38663	Claim Holder Name and Address COLE, JOHN MATTHEW 120 GOODY DR RIPLEY, MS 38663						Case Number: 08-35653 Docketed Total: \$733.32					
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
					\$733.32							\$733.32
Claim: 8110 Date Filed: 01/29/2009 Docketed Total: \$10,000.00 Filing Creditor Name and Address: GEISENDORFF, FREDERIC 220 MILL CT COVINGTON, LA 70435	Claim Holder Name and Address GEISENDORFF, FREDERIC 220 MILL CT COVINGTON, LA 70435						Case Number: 08-35653 Docketed Total: \$10,000.00					
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
					\$10,000.00							\$10,000.00
Claim: 7581 Date Filed: 01/29/2009 Docketed Total: \$2,042.90 Filing Creditor Name and Address: GEORGE, PHILIP 25 MCWILLIAMS PL UNIT 402 JERSEY CITY, NJ 07302	Claim Holder Name and Address GEORGE, PHILIP 25 MCWILLIAMS PL UNIT 402 JERSEY CITY, NJ 07302						Case Number: 08-35653 Docketed Total: \$2,042.90					
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
					\$2,042.90							\$2,042.90

* "UNL" denotes an unliquidated claim.

EXHIBIT A

CLAIM TO BE MODIFIED	CLAIM AS DOCKETED*						CLAIM AS MODIFIED					
Claim: 13255 Date Filed: 06/01/2009 Docketed Total: \$577.00 Filing Creditor Name and Address: HADDAD RALPH 22763 E DAVIES DR AURORA, CO 80016	Claim Holder Name and Address HADDAD RALPH 22763 E DAVIES DR AURORA, CO 80016						Case Number: 08-35654 Docketed Total: \$577.00					
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
					\$577.00							\$577.00
Claim: 898 Date Filed: 12/03/2008 Docketed Total: \$5,724.96 Filing Creditor Name and Address: HEARTLAND MECHANICAL CONTRACTORS INC 511 HEALTH DEPT RD MURPHYSBORO, IL 62966	Claim Holder Name and Address HEARTLAND MECHANICAL CONTRACTORS INC 511 HEALTH DEPT RD MURPHYSBORO, IL 62966						Case Number: 08-35653 Docketed Total: \$5,724.96					
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
					\$1,904.32	\$3,820.64						\$5,724.96
Claim: 6004 Date Filed: 01/27/2009 Docketed Total: \$72,340.22 Filing Creditor Name and Address: KING & SPALDING LLP 1180 PEACHTREE ST ATLANTA, GA 30309	Claim Holder Name and Address KING & SPALDING LLP 1180 PEACHTREE ST ATLANTA, GA 30309						Case Number: 08-35653 Docketed Total: \$72,340.22					
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
					\$72,340.22							\$72,340.22
Claim: 13324 Date Filed: 06/11/2009 Docketed Total: \$97,277.25 Filing Creditor Name and Address: KING COUNTY TREASURY OPERATIONS KING COUNTY ADMINISTRATION BLDG 500 FOURTH AVE ROOM NO 600 SEATTLE, WA 98104-2387	Claim Holder Name and Address KING COUNTY TREASURY OPERATIONS KING COUNTY ADMINISTRATION BLDG 500 FOURTH AVE ROOM NO 600 SEATTLE, WA 98104-2387						Case Number: 08-35653 Docketed Total: \$97,277.25					
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
					\$97,277.25							\$97,277.25

* "UNL" denotes an unliquidated claim.

EXHIBIT A

CLAIM TO BE MODIFIED	CLAIM AS DOCKETED*						CLAIM AS MODIFIED					
Claim: 14559 Date Filed: 08/24/2009 Docketed Total: \$757.02 Filing Creditor Name and Address: MIGUEL A MALENA 5531 69TH ST NO 2 MASPETH, NY 11378	Claim Holder Name and Address MIGUEL A MALENA 5531 69TH ST NO 2 MASPETH, NY 11378 <u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$757.02						Case Number: 08-35653 Docketed Total: \$757.02 <u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$757.02					
Claim: 1379 Date Filed: 12/19/2008 Docketed Total: \$7,265.00 Filing Creditor Name and Address: PRESS PLAY HOME ENTERTAINMENT LLC PO BOX 605 DUANESBURG, NY 12056	Claim Holder Name and Address PRESS PLAY HOME ENTERTAINMENT LLC PO BOX 605 DUANESBURG, NY 12056 <u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$7,265.00						Case Number: 08-35653 Docketed Total: \$7,265.00 <u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$7,265.00					
Claim: 1833 Date Filed: 12/22/2008 Docketed Total: \$114,559.45 Filing Creditor Name and Address: RETAIL MDS INC 2909 SUNSET AVE NORRISTOWN, PA 19403	Claim Holder Name and Address RETAIL MDS INC 2909 SUNSET AVE NORRISTOWN, PA 19403 <u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$1,454.24 \$113,105.21						Case Number: 08-35653 Docketed Total: \$114,559.45 <u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$114,559.45					
Claim: 14602 Date Filed: 08/21/2009 Docketed Total: \$47,038.06 Filing Creditor Name and Address: SAFETY AND SECURITY SERVICES INC 416 NW 16TH ST OKLAHOMA CITY, OK 73102	Claim Holder Name and Address SAFETY AND SECURITY SERVICES INC 416 NW 16TH ST OKLAHOMA CITY, OK 73102 <u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$47,038.06						Case Number: 08-35653 Docketed Total: \$47,038.06 <u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$47,038.06					

* "UNL" denotes an unliquidated claim.

EXHIBIT A

CLAIM TO BE MODIFIED	CLAIM AS DOCKETED*						CLAIM AS MODIFIED					
Claim: 1817 Date Filed: 12/22/2008 Docketed Total: \$140,181.32 Filing Creditor Name and Address: SYNIGENT TECHNOLOGIES INC 4435 WATERFRONT DR STE 202 GLEN ALLEN, VA 23060	Claim Holder Name and Address SYNIGENT TECHNOLOGIES INC 4435 WATERFRONT DR STE 202 GLEN ALLEN, VA 23060			Case Number: 08-35653		Case Number: 08-35653						
				Docketed Total: \$140,181.32		Modified Total: \$140,181.32						
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
					\$10,950.00	\$129,231.32						\$140,181.32
Claim: 8243 Date Filed: 01/29/2009 Docketed Total: \$1,933.05 Filing Creditor Name and Address: TAPP IVAN J 1379 FELTON WAY PLUMAS LAKE, CA 95961	Claim Holder Name and Address TAPP, IVAN J 1379 FELTON WAY PLUMAS LAKE, CA 95961			Case Number: 08-35654		Case Number: 08-35654						
				Docketed Total: \$1,933.05		Modified Total: \$1,933.05						
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
					\$1,933.05							\$1,933.05
Claim: 13838 Date Filed: 06/29/2009 Docketed Total: \$14,799.98 Filing Creditor Name and Address: THE ADVOCATE OFFICE OF GENERAL COUNSEL HEARST CORP 300 W 57TH ST 40TH FL NEW YORK, NY 10019	Claim Holder Name and Address THE ADVOCATE OFFICE OF GENERAL COUNSEL HEARST CORP 300 W 57TH ST 40TH FL NEW YORK, NY 10019			Case Number: 08-35653		Case Number: 08-35653						
				Docketed Total: \$14,799.98		Modified Total: \$14,799.98						
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
					\$14,799.98							\$14,799.98
Claim: 5390 Date Filed: 01/26/2009 Docketed Total: \$3,588.00 Filing Creditor Name and Address: US PEST CONTROL PO BOX 350 HIGHLAND SPRINGS, VA 23075	Claim Holder Name and Address US PEST CONTROL PO BOX 350 HIGHLAND SPRINGS, VA 23075			Case Number: 08-35653		Case Number: 08-35653						
				Docketed Total: \$3,588.00		Modified Total: \$3,588.00						
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
					\$3,588.00							\$3,588.00
							Total Claims To Be Modified: 16 Total Amount As Docketed: \$546,938.47 Total Amount As Modified: \$546,938.47					

* "UNL" denotes an unliquidated claim.

EXHIBIT B

CLAIM TO BE MODIFIED	CLAIM AS DOCKETED*						CLAIM AS MODIFIED					
Claim: 9584 Date Filed: 01/30/2009 Docketed Total: \$1,749,707.14 Filing Creditor Name and Address: JAMES H WIMMER JR 12928 CHURCH RD RICHMOND, VA 23233	Claim Holder Name and Address WIMMER JR, JAMES H RICHMOND, VA 23233			Case Number: 08-35653		Case Number: 08-35653 Modified Total: \$1,749,707.14						
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
				\$107,500.00		\$1,642,207.14						\$1,749,707.14
Claim: 7786 Date Filed: 01/29/2009 Docketed Total: \$1,046,083.00 Filing Creditor Name and Address: KELLY BREITENBECHER SANDS ANDERSON MARKS & MILLER PC PO BOX 1998 RICHMOND, VA 23218-1998	Claim Holder Name and Address KELLY BREITENBECHER SANDS ANDERSON MARKS & MILLER PC PO BOX 1998 RICHMOND, VA 23218-1998			Case Number: 08-35653		Case Number: 08-35653 Modified Total: \$1,046,083.00						
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
				\$300,000.00		\$746,083.00						\$1,046,083.00
Claim: 9544 Date Filed: 01/30/2009 Docketed Total: \$0.00 Filing Creditor Name and Address: SANDISK CORPORATION OMELVENY & MYERS LLP 2 EMBARCADERO CENTER 28TH FL SAN FRANCISCO, CA 94111-3823	Claim Holder Name and Address SANDISK CORPORATION OMELVENY & MYERS LLP 2 EMBARCADERO CENTER 28TH FL SAN FRANCISCO, CA 94111-3823			Case Number: 08-35653		Case Number: 08-35653 Modified Total: \$0.00						
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
				\$0.00		UNL						UNL
Claim: 9227 Date Filed: 01/30/2009 Docketed Total: \$8,233.56 Filing Creditor Name and Address: SNELL ACOUSTICS 300 JUBILEE DR PEABODY, MA 01960	Claim Holder Name and Address SNELL ACOUSTICS 300 JUBILEE DR PEABODY, MA 01960			Case Number: 08-35653		Case Number: 08-35653 Modified Total: \$8,233.56						
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
				\$2,166.39		\$6,067.17						\$8,233.56

* "UNL" denotes an unliquidated claim.

EXHIBIT B

CLAIM TO BE MODIFIED	CLAIM AS DOCKETED*						CLAIM AS MODIFIED						
Claim: 5836 Date Filed: 01/26/2009 Docketed Total: \$2,019,596.68 Filing Creditor Name and Address: THQ INC JEFFER MANGELS BUTLER & MARMARO LLP 1900 AVE OF THE STARS 7TH FL LOS ANGELES, CA 90067	Claim Holder Name and Address THQ INC JEFFER MANGELS BUTLER & MARMARO LLP 1900 AVE OF THE STARS 7TH FL LOS ANGELES, CA 90067						Case Number: 08-35653	Case Number: 08-35653					
	Docketed Total: \$2,019,596.68							Modified Total: \$2,019,596.68					
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	\$0.00	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
	\$2,019,596.68							\$2,019,596.68					
Claim: 11271 Date Filed: 02/06/2009 Docketed Total: \$14,368,903.70 Filing Creditor Name and Address: WEIDLER SETTLEMENT CLASS WHITEFORD TAYLOR & PRESTON LLP 3190 FAIRVIEW PARK VIEW STE 300 FALLS CHURCH, VA 22042	Claim Holder Name and Address WEIDLER SETTLEMENT CLASS WHITEFORD TAYLOR & PRESTON LLP 3190 FAIRVIEW PARK VIEW STE 300 FALLS CHURCH, VA 22042						Case Number: 08-35653	Case Number: 08-35653					
	Docketed Total: \$14,368,903.70							Modified Total: \$14,368,903.70					
	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	\$6,005,700.00	<u>503(b)(9)</u>	<u>Reclamation</u>	<u>Admin</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>
	\$8,363,203.70							\$14,368,903.70					
	Total Claims To Be Modified: 6 Total Amount As Docketed: \$19,192,524.08 Total Amount As Modified: \$19,192,524.08												

* "UNL" denotes an unliquidated claim.